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Atlanta, Georgia 30309
(404) 815-3500

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

ADVANCE MAGAZINE PUBLISHERS INC.
d/b/a THE CONDÉ NAST PUBLICATIONS,

Plaintiff,

v.

ACTIV8NOW, LLC and ACTIVE8MEDIA, LLC,

Defendants,
Counterclaimants Activ8now
and Active8media,

v.

ADVANCE PUBLICATIONS, INC.
and RICHFX, INC.,

Third Party Defendants

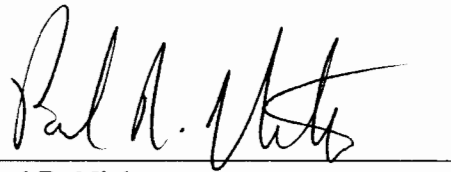
CIVIL ACTION NO.:
1:05-cv-07516-(KMK)(DFE)

NOTICE OF MOTION FOR
ADMISSION *PRO HAC VICE*

PLEASE TAKE NOTICE that, on a date and at a time designated by the Court,
defendants Activ8now, LLC ("Activ8now") and Activ8media, LLC ("Active8media") will move
for an order admitting Devin H. Gordon to the bar of this Court *pro hac vice* for the purposes of

the above-styled case pursuant to Rule 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York. This motion is based upon the accompanying Memorandum of Law, the Declaration of Paul R. Niehaus, a member in good standing of the Bar of this Court, together with the a certificate of good standing attached as an exhibit submitted herewith, and the Declaration of Devin H. Gordon.

Dated: November 30, 2006
New York, New York



Paul R. Niehaus
NIEHAUS LLP
230 Park Avenue, 10th Floor
New York, New York 10169
Tel.: (212) 551-1445
Attorney for Defendants
Activ8Now, LLC and Active8Media, LLC

TO:

Randy Lipsitz, Esq.
Richard L. Moss, Esq.
Aaron M. Frankel, Esq.
KRAMER LEVIN NAFTALIS & FRANKEL LLP
1177 Avenue of the Americas
New York, New York 10036
Attorneys for Plaintiff Advance Magazine Publishers Inc.
d/b/a The Condé Nast Publications

Robert Eliot Hanlon, Esq.
ALSTON & BIRD, LLP
90 Park Avenue
New York, New York 10016

Frank G. Smith, III, Esq.
George D. Medlock, Esq.
ALSTON & BIRD, LLP
1201 W. Peachtree Street
Atlanta, Georgia 30309
Attorneys for Third Party Defendant RichFX, Inc.

CERTIFICATE OF SERVICE

I, Paul R. Niehaus, an attorney duly registered and licensed to practice law in the State of New York and in this Court, hereby certify under penalty of perjury that I caused the annexed Notice of Motion for Admission Pro Hac Vice, and the accompanying Memorandum of Law, Declaration of Paul R. Niehaus, Certificate of Good Standing, and Declaration of Devin H. Gordon to be served by U.S. Mail on November 30, 2006 on the following parties, in addition to any electronic service effected by the Court:

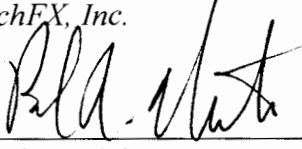
Randy Lipsitz, Esq.
Richard L. Moss, Esq.
Aaron M. Frankel, Esq.
KRAMER LEVIN NAFTALIS & FRANKEL LLP
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New York, New York 10036

*Attorneys for Plaintiff Advance Magazine Publishers Inc.
d/b/a The Condé Nast Publications*

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ALSTON & BIRD, LLP
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1201 W. Peachtree Street
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Attorneys for Third Party Defendant RichFX, Inc.



Paul R. Niehaus

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Attorneys for Defendants Activ8now, LLC
and Active8media, LLC

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

ADVANCE MAGAZINE PUBLISHERS INC.
d/b/a THE CONDÉ NAST PUBLICATIONS,

Plaintiff,

v.

ACTIV8NOW, LLC and ACTIVE8MEDIA, LLC,

Defendants,
Counterclaimants Activ8now
and Active8media,

v.

ADVANCE PUBLICATIONS, INC.
and RICHFX, INC.,

Third Party Defendants.

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CIVIL ACTION NO.:
1:05-cv-07516-(KMK)(DFE)

ELECTRONICALLY FILED
CASE, MANUALLY FILED
DOCUMENT

MEMORANDUM OF LAW IN
SUPPORT OF MOTION FOR
ADMISSION *PRO HAC VICE*

Defendants Activ8now, LLC and Active8media, LLC, submit this memorandum of law in support of their motion to admit Devin H. Gordon to the bar of this Court *pro hac vice*.

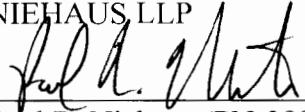
Devin H. Gordon is an attorney in practice with the law firm of Smith, Gambrell & Russell, LLP, 1230 Peachtree Street, N.E., Atlanta, Georgia. He has never been denied admission to or disciplined by any court.

Devin H. Gordon is admitted to, and a member in good standing with, the State Bar of Georgia. He is admitted to the United States District Court for the Northern District of Georgia. Devin H. Gordon has reviewed and familiarized himself with the Local Rules of the Southern District of New York, as well as this Court's Individual Practices.

Pursuant to Southern District Local Rule 1.3(c), this Court may, upon motion, admit attorneys to practice *pro hac vice*. Devin H. Gordon is familiar with the facts and circumstances of this case and, if admitted, will serve as assistant trial counsel in this matter. Defendants further believe that this matter will be conducted most efficiently if the applicant is permitted to appear *pro hac vice*. Finally, counsel for all other parties have stated that they will not oppose Mr. Gordon's admission *pro hac vice*.

In light of applicant's qualifications, defendants respectfully request that their motion be granted, and Devin H. Gordon be admitted to practice *pro hac vice*.

Dated: November 30, 2006
New York, New York

NIEHAUS LLP

Paul R. Niehaus (PN-3994)
NIEHAUS LLP
230 Park Avenue, 10th Floor
New York, New York 10169
(212) 551-1445
(212) 624-0223
pniehaus@niehausllp.com
Attorneys for Defendants

Paul R. Niehaus (PN-3994)
 NIEHAUS LLP
 230 Park Avenue, 10th Floor
 New York, New York 10169
 (212) 551-1445

**UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK**

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ADVANCE MAGAZINE PUBLISHERS INC.	:	
d/b/a THE CONDÉ NAST PUBLICATIONS,	:	
	:	
Plaintiff,	:	CIVIL ACTION NO.:
	:	1:05-cv-07516-(KMK)(DFE)
v.	:	ELECTRONICALLY FILED
	:	
ACTIV8NOW, LLC and ACTIVE8MEDIA, LLC,	:	DECLARATION OF DEVIN H.
	:	GORDON IN SUPPORT OF
	:	ADMISSION PRO HAC VICE
Defendants,	:	
Counterclaimants Activ8now	:	
and Active8media,	:	
	:	
v.	:	
	:	
ADVANCE PUBLICATIONS, INC.	:	
and RICHFX, INC.,	:	
	:	
Third Party Defendants	:	
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I, Devin H. Gordon, hereby declare under penalty of perjury:

1. I am an attorney at Smith, Gambrell & Russell, LLP, Promenade II, Suite 3100, 1230 Peachtree Street, N.E., Atlanta, Georgia 30309. I submit this declaration in support of the motion of Defendants for my admission *pro hac vice* to the bar of this Court in this action.

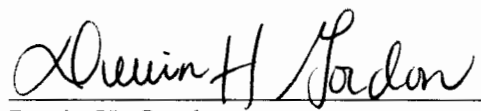
2. I received my Juris Doctor degree from Vanderbilt University Law School in May 2004.

3. I was admitted to the State Bar of Georgia in 2004 and am currently a member in good standing of that bar.

4. I do not currently have, nor have I ever had, any disciplinary proceedings or criminal charges instituted against me. Nor have I ever been denied admission to the bar of any court on moral or ethical grounds.

5. I have reviewed and familiarized myself with the Local Rules of the Southern District of New York, and this Court's Individual Practices, and will adhere to such rules as well as the ethical rules and canons governing attorney conduct in this Court.

I declare subject to the penalties of perjury as set forth in section 1746 of Title 28 of the United States Code that the foregoing is true and correct.


Devin H. Gordon

Paul R. Niehaus, Esq. (PN-3994)
 NIEHAUS LLP
 230 Park Avenue, 10th Floor
 New York, NY 10169
 (212) 551-1445

Dale Lischer, Esq. (DL-9708)
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**UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK**

	X	
	:	
ADVANCE MAGAZINE PUBLISHERS INC.	:	
d/b/a THE CONDÉ NAST PUBLICATIONS,	:	
	:	
	:	CIVIL ACTION NO.:
Plaintiff,	:	1:05-cv-07516-(KMK)(DFE)
	:	
v.	:	ELECTRONICALLY FILED
	:	CASE, MANUALLY FILED
ACTIV8NOW, LLC and ACTIVE8MEDIA, LLC,	:	DOCUMENT
	:	
	:	DECLARATION IN
Defendants,	:	SUPPORT OF MOTION FOR
Counterclaimants Activ8now	:	ADMISSION <i>PRO HAC VICE</i>
and Active8media,	:	
	:	
v.	:	
	:	
ADVANCE PUBLICATIONS, INC.	:	
and RICHFX, INC.,	:	
	:	
Third Party Defendants.	:	
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I, PAUL R. NIEHAUS, hereby declare under penalty of perjury:

1. I am a member of the law firm Niehaus LLP, counsel for defendants in this action. I submit this declaration in support of the motion pursuant to Rule 1.3(c) of the Local Rules for the Southern District of New York for an order granting Devin H. Gordon admission *pro hac vice* to the bar of the United States District Court for the Southern District of New York.

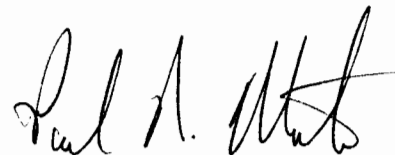
2. I am a member in good standing of the bar of this Court.

3. Devin H. Gordon is associated with the firm Smith, Gambrell & Russell, LLP, counsel to defendants in this action. He was admitted to the State Bar of Georgia in 2004, and is currently a member in good standing of the bar of that court. Devin H. Gordon is also admitted to, and a member in good standing with, the Northern District of Georgia. A certificate of good standing issued by the State Bar of Georgia is attached hereto as Exhibit A.

4. Attorneys for Plaintiff and for Third Party Defendants have stated that they have no objection to Mr. Gordon's admission *pro hac vice* in this matter.

I declare subject to the penalties of perjury as set forth in section 1746 of Title 28 of the United States Code that the foregoing is true and correct.

Dated: November 30, 2006
New York, New York

A handwritten signature in black ink, appearing to read "Paul R. Niehaus", written over a horizontal line.

Paul R. Niehaus

STATE BAR OF GEORGIA



Lawyers Serving the Public and the Justice System

Mr. Devin H. Gordon
Smith Gambrell & Russell LLP
Promenade II, Suite 3100
1230 Peachtree Street, N.E.
Atlanta, GA 30309-3592

CURRENT STATUS: Active Member-Good Standing

DATE OF ADMISSION TO PRACTICE: 11/09/2004

Attorney Bar Number: 141256

Today's Date: November 21, 2006

Listed below are the public disciplinary actions, if any, which have been taken against this member:

State Disciplinary Board Docket #	Supreme Court Docket #	Disposition
NA	NA	N/A

The prerequisites for practicing law in the State of Georgia are as follows:

- Must be certified by the Office of Bar Admissions, either by Exam, or on Motion (Reciprocity).
- Sworn in to the Superior Court in Georgia, which is the highest court needed for individuals to practice law in the State of Georgia.
- Enrolled with the State Bar of Georgia, which is an arm of the Supreme Court of Georgia.

Attorneys licensed in Georgia and whose membership is current are eligible to practice law in Superior Court. Attorneys may, upon application, apply for admission to the Supreme, District and State Court of Appeals.

Under the privacy/confidentiality provision of the Bar Rule 4-221(d), any complaint against a member resolved prior to the filing and docketing of a disciplinary case in the Supreme Court is not a matter of public record, and may not be revealed without a waiver from the member. It is the policy of the State Bar of Georgia to answer any inquiry about a member by disclosing only those complaints that have been docketed in the Supreme Court. With respect to matters that are currently pending as active, undocketed cases, when an inquiry is received, the State Bar of Georgia shall not disclose the existence of those complaints. Such non-disclosure should not be construed to confirm the existence of confidential complaints since the vast majority of members in good standing are not the subjects of such confidential complaints.

This member is currently in **"good standing"** as termed and defined by **State Bar Rule 1-204**. The member is current in license fees and is not suspended or disbarred as of the date of this letter.



STATE BAR OF GEORGIA

Devin H. Gordon

Official Representative of State Bar of Georgia

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Atlanta, Georgia 30305
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